

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

<i>In re K-DUR ANTITRUST LITIGATION</i>	:	Civil Action No. 01-CV-1652 (JAG)
	:	(Consolidated Cases)
This document relates to:	:	
	:	MDL Docket No. 1419
ALL ACTIONS	:	
	:	DISCOVERY ORDER

This matter having come before the Honorable G. Donald Haneke for oral argument on February 7, 2005; and the Court having considered the following written submissions of the parties:

1. Letter of September 23, 2004 from Alan M. Wiseman, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;
2. Letter of September 30, 2004 from Peter S. Pearlman, Esq. on behalf of direct purchaser class plaintiff Louisiana Wholesale Drug to the Honorable G. Donald Haneke;
3. Letter of October 7, 2004 from Alan M. Wiseman, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;
4. Letter of October 15, 2004 from Alan M. Wiseman, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;
5. Letter of October 25, 2004 from Charles A. Loughlin, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;
6. Letter of October 25, 2004 from Douglas H. Patton, Esq., Scott E. Perwin, Esq. and Barry L. Refsin, Esq., on behalf of the CVS and Walgreen plaintiffs, to the Honorable G. Donald Haneke;
7. Two letters of October 28, 2004 from William J. O'Shaughnessy, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;

8. Letter of November 3, 2004 from Peter S. Pearlman, Esq. on behalf of direct purchaser class plaintiff Louisiana Wholesale Drug, to the Honorable G. Donald Haneke;
9. Letter of November 4, 2004 from Scott Perwin, Esq. on behalf of the CVS and Walgreen plaintiffs, to the Honorable G. Donald Haneke;
10. Letter of November 5, 2004 from Peter S. Pearlman, Esq. on behalf of direct purchaser class plaintiff Louisiana Wholesale Drug to the Honorable G. Donald Haneke;
11. Letter of November 5, 2004 from Peter K. Huston, Esq. on behalf of McKesson Corp., to the Honorable G. Donald Haneke;
12. Letter of November 5, 2004 from Francis X. Taney, Jr., Esq. on behalf of AmerisourceBergen Corp., to the Honorable G. Donald Haneke;
13. Letter of November 5, 2004 from Thomas L. Long, Esq. on behalf of Cardinal Health, Inc. to the Honorable G. Donald Haneke;
14. Letter of November 5, 2004, from William J. O'Shaughnessy, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke.
15. Letter of November 8, 2004 from Peter S. Pearlman, Esq. on behalf of direct purchaser class plaintiff Louisiana Wholesale Drug, to the Honorable G. Donald Haneke;
16. Letter of November 8, 2004 from Alan M. Wiseman, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;
17. Letter of November 10, 2004 from Alan M. Wiseman, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;
18. Letter of November 11, 2004 from Thomas L. Long, Esq. on behalf of Cardinal Health, to the Honorable G. Donald Haneke;
19. Letter of November 12, 2004 from Peter S. Pearlman, Esq. on behalf of direct purchaser class plaintiff Louisiana Wholesale Drug to the Honorable G. Donald Haneke;
20. Letter of November 12, 2004 from Alan M. Wiseman, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;

21. Letter of November 15, 2004 from Charles Loughlin Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;
22. Letter of November 15, 2004 from Francis X. Taney, Jr., Esq. on behalf of AmerisourceBergen Corp., to the Honorable G. Donald Haneke;
23. Letter of November 16, 2004 from Alan M. Wiseman, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;
24. Letter of November 19, 2004 from Peter K. Huston, Esq. on behalf of McKesson Corp., to the Honorable G. Donald Haneke;
25. Letter of November 23, 2004 from Peter S. Pearlman, Esq. on behalf of direct purchaser plaintiff Louisiana Wholesale Drug to the Honorable G. Donald Haneke;
26. Letter of November 23, 2004 from Peter S. Pearlman, Esq. on behalf of all plaintiffs to the Honorable G. Donald Haneke;
27. Letter of November 23, 2004 from Barry L. Refsin, Esq. on behalf of the CVS and Walgreen plaintiffs to the Honorable G. Donald Haneke;
28. Letter of November 23, 2004 from Thomas L. Long, Esq. on behalf of Cardinal Health, to the Honorable G. Donald Haneke;
29. Letter of November 29, 2004 from Allyn Z. Lite, Esq. on behalf of the indirect purchaser plaintiffs to the Honorable G. Donald Haneke;
30. Letter of November 29, 2004 from Alan M. Wiseman, Esq. on behalf of defendant Schering-Plough to the Honorable Joseph A. Greenaway;
31. Letter of December 2, 2004 from Douglas H. Patton, Esq. on behalf of the CVS and Walgreen plaintiffs to the Honorable Joseph A. Greenaway;
32. Letter of December 2, 2004 from Karic J. Barwind, Esq. on behalf of defendant Upsher-Smith to the Honorable G. Donald Haneke;
33. Three letters of December 3, 2004 from Alan M. Wiseman, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke;

34. Letter of December 10, 2004 from Lauren Ravkind, Esq. on behalf of all plaintiffs to the Honorable G. Donald Haneke;
35. Letter of December 13, 2004 from Francis X. Taney, Jr., Esq. on behalf of AmerisourceBergen Corp., to the Honorable G. Donald Haneke;
36. Letter of December 17, 2004 from Alan M. Wiseman, Esq. on behalf of defendant Schering-Plough to the Honorable G. Donald Haneke.

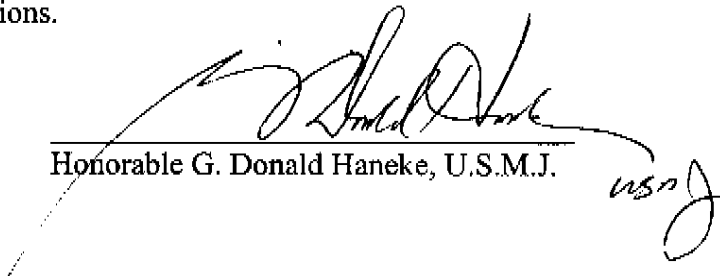
And for good cause shown;

IT IS ON THIS 29th day of MARCH, 2005,

ORDERED that all discovery disputes raised in the above letters are disposed of as follows:

1. Schering-Plough's letter motions dated September 23, 2004; October 15, 2004; October 28, 2004 seeking certain document and interrogatory discovery including "downstream discovery" of sales, selling prices, and profits of direct purchaser plaintiffs, and of AmerisourceBergen Corporation, McKesson Corporation and Cardinal Health Inc., are DENIED.
2. Plaintiffs' letter motion dated November 5, 2004 seeking certain document discovery from Schering-Plough is DENIED.
3. Schering-Plough's letter motion dated November 8, 2004 seeking certain document and interrogatory discovery from indirect purchaser plaintiffs is DENIED.
4. The national wholesalers' letter motions dated November 11, 2004; November 15, 2004; and November 19, 2004 seeking to quash deposition subpoenae served on the three national wholesalers are GRANTED IN PART AND DENIED IN PART. Schering-Plough and Upsher-Smith may depose those three national wholesalers, but may not depose them on topics precluded by this Order.
5. The Court adopts the methodology of determining deposition limits set forth in the December 3, 2004 letter of Alan M. Wiseman. The number of depositions may be increased upon a showing of good cause. The Court recognizes that certain depositions may require more

than the seven hours limit set forth in Fed. R. Civ. P. 30(d)(2) and directs the parties to cooperate in the scheduling and duration of depositions.


Honorable G. Donald Haneke, U.S.M.J. *usj*

In re K-Dur Antitrust Litigation

Service List

John W. Nields, Jr., Esq.
Alan M. Wiseman, Esq.
Howrey, Simon, Arnold & White, LLP
1299 Pennsylvania Avenue, N.W.
Washington, DC 20004
Phone: 202-783-0800
Fax: 202-383-6610
*Attorneys for Defendant
Schering-Plough Corporation*

Christopher M. Curran, Esq.
Karie Jo Barwind, Esq.
White & Case, LLP
601 Thirteenth Street, N.W.
Washington, DC 20005
Phone: 202-626-3600
Fax: 202-639-9355
*Attorneys for Defendant
Upsher-Smith Laboratories, Inc.*

Brian J. McMahon, Esq.
Gibbons, Del Deo, Dolan, Griffinger &
Vecchione, P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: 973-596-4500
Fax: 973-596-0545
*Attorneys for Defendant
American Home Products*

J. Douglas Richards, Esq.
Milberg, Weiss, Bershad, Hynes &
Lerach, LLP
One Pennsylvania Plaza
New York, NY 10119-0165
Fax: 212-868-1229
*Co-Lead Counsel for
Indirect Purchaser Class Plaintiffs*

William J. O'Shaughnessy, Esq.
Harvey C. Kaish, Esq.
McCarter & English, LLP
Four Gateway Center
100 Mulberry Street
Newark, NJ 07101
Phone: 973-622-4444
Fax: 973-624-7070
*Attorneys for Defendant
Schering-Plough Corporation*

William E. Goydan, Esq.
Wolff & Samson
One Boland Drive
West Orange, NJ 07052
Phone: 973-325-1500
Fax: 973-325-1501
*Attorneys for Defendant
Schering-Plough Corporation*

Robert Michels, Esq.
Winston & Strawn LLP
35 West Wacker Drive, 45th Floor
Chicago, IL 60601
Phone: 312-558-5600
Fax: 312-558-5700
*Attorneys for Defendant
American Home Products*

Eugene A. Spector, Esq.
Spector, Roseman & Kodroff, PC
1818 Market Street, Suite 2500
Philadelphia, PA 19103
Phone: 215-496-0300
Fax: 215-496-6611
*Co-Lead Counsel for
Indirect Purchaser Class Plaintiffs*

Michael J. Flannery, Esq.
Carey & Danis, LLC
8235 Forsyth Blvd., Suite 1100
St. Louis, MO 63105
Fax: 314-721-0905
*Co-Lead Counsel for
Indirect Purchaser Class Plaintiffs*

Linda P. Nussbaum, Esq.
Cohen, Milstein, Hausfeld & Toll, PLLC
825 Third Avenue, 30th Floor
New York, NY 10022
Phone: 212-838-7797
Fax: 212-838-7745
*Co-Lead Counsel for
Indirect Purchaser Class Plaintiffs*

Douglas H. Patton, Esq.
Dwesnup, King & Olsen
2020 Beneficial Tower
36 South State Street
Salt Lake City, UT 84111
Phone: 801-533-0400
Fax: 801-363-4218
*Coordinating Counsel for
Non-Class Pharmacy Purchasers*

Donald E. Haviland, Jr., Esq.
Kline & Specter, P.C.
The Nineteenth Floor
1525 Locust Street
Philadelphia, PA 19102
Phone: 215-772-1000
Fax: 215-772-1359
*Counsel For
Commonwealth of Pennsylvania*

Scott E. Perwin, Esq.
Kenny Nachwalter, Seymour, Arnold
Critchlow & Spector
1100 Miami Center
201 South Biscayne Blvd.
Miami, FL 33131-4327
Tel: 305-373-1000
Fax: 305-372-1861

Allyn Z. Lite, Esq.
Lite, DePalma, Greenberg & Rivas, LLC
Two Gateway Center, 12th Floor
Newark, NJ 07102-5585
Phone: 973-623-3000
Fax: 973-623-0858
Liaison Counsel for Plaintiffs

John G. Odom, Esq.
Andrew Kelly, Esq.
Odom & DesRoches
Poydras Center
650 Poydras Street - Suite 2020
New Orleans, LA 70130
Fax: (504) 522-0078

Michael Heim, Esq.
Jonathan Pierce, Esq.
Conley Rose PC
Chase Tower,
600 Travis, Suite 7100
Houston, Texas 77002-2910
Tel: (713) 238-8000
*Additional Counsel for Direct Purchaser
Class Plaintiffs*

David P. Smith
PERCY, SMITH & FOOTE, LLP
720 Murray Street
P.O. Box 1632
Alexandria, LA 71309
Tel: (318) 445-4480
*Additional Counsel for Direct Purchaser
Class Plaintiff*

Stephen Shadowen, Esq.
Hangley Aronchik Segal & Pudlin, LLP
30 North Third Street
Suite 700
Harrisburg, PA 17101-1713
Tel: 717-231-4000
Fax: 717-231-4012
*Counsel for Non-Class Pharmacy
Purchasers*

Daniel Berger, Esq.
David Sorenson, Esq.
Berger & Montague, P.C.
1622 Locust Street
Philadelphia, PA 19103
Tel: 215-875-3000
Fax: 215-875-4671
Co-Lead Counsel for
Direct Purchaser Class Plaintiffs